

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Corporate Social Responsibility (CSR) Committee of the Board pursuant to Section 135 and all other applicable provisions, if any, of, including Schedule VII to, the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015 / Listing Regulations], the Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company be and is hereby re-constituted consisting of the following Members, viz.,

Sr. No	Name of the Director / Invitee	Designation
1.	Mr. Arun Raghuvir Raj Bhandari [Chairman & Managing Director / Promoter]	Chairman of the Committee
2.	Mr. Ajay Sadashiv Gokhale (Non-executive, Independent Director)	Member of the Committee
3.	Mr. Karan Yudhishtir Varma (Non-executive, Independent Director)	Member of the Committee
4.	Mr. Lalit Ranjeet Raj Bhandari [Whole-time Director / Promoter]	Member of the Committee
5.	Mrs. Sudha Sukesh Gandhi (Non-executive, Independent Director)	Member of the Committee
1.	CA Sharad Mohanlal Khandelwal [Chief Financial Officer (CFO)]	Invitee to the Committee
2.	Mrs. Saroj Arun Bhandari (Unit Head)	Invitee to the Committee
3.	Mr. T. Narsimham Murthy [General Manager (HR & Admin)]	Invitee to the Committee
4.	Statutory Auditors	Invitee to the Committee
5.	Secretarial Auditors	Invitee to the Committee

and that CS Rakesh M. Kanzode, Company Secretary of the Company shall act as a Secretary of the CSR Committee with a quorum requirement for each CSR Committee meeting is of attendance of minimum two (2) members, out of which at least one (1) shall be an independent director and that the CSR Committee shall act in accordance with the terms of reference specified which shall, *inter-alia*, includes—

- formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy which shall indicate the activities to be undertaken either by the Company or through implementing agency as specified in Schedule VII to the Companies Act, 2013 as amended from time to time;
- recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- monitor the Corporate Social Responsibility (CSR) Policy of the Company from time to time;
- such other functions or activities as may be assigned or delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015 / Listing Regulations], to the extent applicable from time to time to the Company.”